

UNITED STATES DISTRICT COURT
FOR THE
DISTRICT OF RHODE ISLAND

FILED

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U.S. DISTRICT COURT
DISTRICT OF RHODE ISLAND

ROBERT RAINVILLE : :

VS. : C.A. NO.

ALEX AND ANI, LLC; :
ALEX AND ANI RETAIL, LLC; :
ALEX AND ANI EMPLOYEE :
INCENTIVES HOLDINGS, LLC : :

CA 13- 784 M

COMPLAINT

The Plaintiff, Robert Rainville, in the above-entitled matter, by and through his attorney, alleges and says as follows:

PARTIES

1. Plaintiff, Robert Rainville, is a resident of the City of Cranston, State of Rhode Island.

2. Defendant, Alex and Ani, LLC, is a foreign corporation, organized and existing under the laws of the State of Delaware and is duly authorized to conduct business within the State of Rhode Island.

3. Defendant, Alex and Ani Retail LLC., is a foreign corporation, organized and existing under the laws of the State of Delaware and is duly authorized to conduct business within the State of Rhode Island.

4. Defendant, Alex and Ani Employee Incentives Holdings LLC., is a foreign corporation, organized and existing under the laws of the State of

Delaware and is duly authorized to conduct business within the State of Rhode Island.

JURISDICTION

5. The jurisdiction of this Court is proper under 28 USC §1332. Plaintiff is a citizen of the State of Rhode Island and Defendant is a citizen of the State of Delaware. Damages sustained by the Plaintiff exceed the sum of \$75,000.00, exclusive of interest and costs.

FACTUAL BACKGROUND

6. On March 14, 2011, Plaintiff was hired by the Defendant Alex and Ani, LLC as general counsel.

7. In September 2012, the Defendant, Alex and Ani, LLC, obtained financing in the amount of Seventy Million (\$70,000,000.) Dollars from JH Partners, a consumer- focused private equity firm, which has its principal place of business is located at 451 Jackson Street San Francisco, California 94111.

8. As consideration for his work in connection with the financing transaction, Plaintiff was promised a transactional bonus of One Million (\$1,000,000.) Dollars as additional compensation.

9. As consideration for the work performed on behalf of Alex and Ani, LLC, including the closing of the transaction with JH Partners, Plaintiff was promised as additional compensation two (2%) of the corporate stock to be distributed from six (6%) of corporate stock that had been set aside for a class of corporate executives that included Susan Soars, Allison Carley, Iris Carlomusto,

Nicki Castonguay, Margo Madden, Joanne Larson, Greg Scorpio, Rachel Rafaelian, Madison Malloy, Ryan Bonifacino, and Dr. Christian Kalweit and received notice of the stock issuance by way of an e-mail dated September 28, 2012 from Giovanni Feroce attached as Exhibit "1".

10. Since September 28, 2012, Plaintiff has requested on several occasions his transactional bonus and corporate stock.

11. Defendant Alex and Ani, LLC and/ or the other named Defendants have failed and refused to pay Plaintiff his transactional bonus and issue to him corporate stock of Alex and Ani, LLC.

12. On February 27, 2013 at the direction of Giovanni Feroce, CEO of Alex and Ani, LLC, Plaintiff was transferred from his position as General Counsel to Senior Vice President of University Relations. Exhibit "2"

13. On November 25, 2013, Plaintiff was terminated without notice and without cause as an employee of the Defendant. (Exhibit "3")

14. Prior to his termination, Plaintiff in addition to requesting his transactional bonus and corporate stock had raised concerns and voiced his opposition with the Directors of Alex and Ani, LLC, Giovanni Feroce and Carolyn Rafaelian, regarding :

a. performing personal legal work for corporate offices and directors Giovanni Feroce and Carolyn Rafaelian unrelated to the business activities of Alex and Ani, LLC

b. the existence of a hostile work environment at Alex and Ani, LLC, which resulted from the actions and conduct of corporate officers and directors including but not limited to Giovanni Feroce in violation of the corporation's sexual harassment and substance abuse policies and in violation of state and federal anti-discrimination laws.

15. In reliance on the promise to pay the transactional bonus and promise to issue corporate stock, Plaintiff continued to work for Alex and Ani, LLC despite his concern of doing personal work for the corporate officers and directors of Alex and Ani, LLC and the hostile work environment created by the conduct and actions of corporate officers and directors.

16. Instead of adhering to Alex and Ani, LLC sexual harassment and substance abuse policies and responding positively to Plaintiff's concerns, the Corporation, by and through its Director, Giovanni Feroce, terminated Plaintiff's employment.

17. The termination of Plaintiff was retaliatory in violation of State and Federal laws.

18. At all times material hereto, Giovanni Feroce, CEO acted in a deceitful and fraudulent manner with regard to the payment of the transaction bonus and the issuance of corporate stock.

COUNT I
BREACH OF CONTRACT

19. Plaintiff reiterates and restates Paragraphs 1 through 18 of the Complaint as if set forth herein in detail.

20. The conduct of Defendant, Alex and Ani, LLC by and through its officers and directors, constitutes breach of contract.

COUNT II
WRONGFUL TERMINATION

21. Plaintiff reiterates and restates Paragraphs 1 through 20 of the Complaint as if set forth herein in detail.

22. The actions of the Defendant, Alex and Ani, LLC complained of herein, constitute wrongful discharge under Federal and State law, including but not limited to R.I. Gen. Laws § 28-5-7 and R.I. Gen .Laws § 28-50-3.

WHEREFORE, Plaintiff demands judgment on his behalf against the Defendants, individually and jointly, as follows:

- a. Compensatory damages;
- b. Punitive damages;
- c. Costs and attorney's fees; and
- d. Such other and further relief as this Court deems proper and just.

Plaintiff,
By and through his attorney,


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PLAINTIFF HEREBY DEMANDS A TRIAL BY JURY ON ALL LEGAL CLAIMS